

UNITED STATES SÉCURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM D

NOTICE OF SALE OF SECURITIES PURSUANT TO REGULATION D. SECTION 4(6), AND/OR

OMB Number: 3235-0076 Expires: April 30,2008 Estimated average burden hoursperresponse.....16.00

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■ UNIFORM LIMITED OFFERING EXEMPT	
Name of Offering (check if this is an amendment and name has changed, and indicate change.) AEPI Delta Farms South Prospect Drilling Program	LIGHT STUD STUD AS A CONTROL OF THE STUD AS A
Filing Under (Check box(es) that apply): Rule 504 Rule 505 Rule 506 Section 4(6) Type of Filing: New Filing Amendment	nroe
A. BASIC IDENTIFICATION DATA	06048577
1. Enter the information requested about the issuer	
Name of Issuer (check if this is an amendment and name has changed, and indicate change.)	
AEPI Delta Farms South Prospect Drilling Program	
Address of Executive Offices (Number and Street, City, State, Zip Code)	Telephone Number (Including Area Code) 0-755-2112
Address of Principal Business Operations (Number and Street, City, State, Zip Code) (if different from Executive Offices)	Telephone Number (Including Area Code)
Brief Description of Business drilling, testing and completing 1 oil & gas well	PROCESSED
Type of Business Organization orporation business trust limited partnership, already formed joint ven	se specify): ture OCT 0 4 2006
Month Year Actual or Estimated Date of Incorporation or Organization: OIS OI6 X Actual Estimate Juris diction of Incorporation or Organization: (Enter two-letter U.S. Postal Service abbreviation for State: CN for Canada; FN for other foreign jurisdiction)	THOMSON FINANCIAL
GENERAL INSTRUCTIONS	
Federal: Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation Dor \$774(6).	
When To File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below this it is due to the date it was mailed by United States registered or certified mail to that address.	A notice is deemed filed with the U.S. Securities wor, if received at that address after the date on

Where To File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

- ATTENTION -

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predictated on the filing of a federal notice.

1 of 9

		A. BASIC IDI	ENTIFICATION DATA		
Enter the information rec	puested for the follo	NA 4 1 1 2 1 W 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1		-	
Fuch promoter of the	he issuer, if the issu	er has been organized w	ithin the past five years;	•	
Each beneficial own	ter having the powe	r to vote or dispose, or di	rect the vote or disposition (of, 10% ormore of	a class of equity securities of the is
Each executive offi	cer and director of	corporate issuers and of	corporate general and man	aging partners of p	ominership issuers; and
• Each general and m	ianaging pariner of	partnership issuers.			
eck Box(es) that Apply:	Promoter	☐ Beneficial Owner	Executive Officer	Director	General and/or
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			or does the									Yes X	No
1.	Has the 1	ssuer sola,	OF OUCS HE	Answ	er also in A	Appendix, (Column 2,	if filing u	nder ULOE				
2.	. What is the minimum investment that will be accepted from any individual?											\$_45,0	000
												Yes X	Ne □
3.	Does the	offering p	ermit joint on requeste	ownership	of a single	unit?	ar will be	naid or o	iven, direct	ly or indire	ectly, any	LA)	
4,	commiss If a perso	ion or simil n to be list	on requeste ar remunerated is an assone of the brown may set	ition for so iciated pers oker or dea	nchanon o ion or agen ler. If mor	it purchaser it of a broke we than five	r or dealer: (5) persons	registered to be liste	with the SE d are assoc	C and/or w	ith a state		
			irst, if indiv										
Ec	kard Inve	stment So	ervices, Ind Address (No	mber and	Street, Cit	y, State, Zi	p Code)			······································			
			oerne, TX								Makania and Makania		
Na	me of Ass	ociated Bro	oker or Dea	ler									
Sta	ates in Wh	ich Person	Listed Has	Solicited o	or Intends	to Solicit P	urchasers			unant protested to an individual			
	(Check	'All States	" or check i	ndividual	States)								States
	AL		AZ	AR	24	CO	CT	DE	DC	X	GA	HL	ID
	IL.	IN	IA	KS	KY	LA	ME	MD	MA		MN	MS OR	MO
	MT	NE	NV	NH	NJ	NM	NY VT	NC VA	ND WA	OH WV	OK WI	WY	PR
	RI	SC	SD	TN	X		[V 1]	(YA)	- Cireai	(1.1)			
Fu	ill Name (I	ast name	first, if indi	vidual)									
B	usiness or	Residence	Address (N	lumber and	l Street, C	ity, State, Z	ip Code)						
N	ame of Ass	sociated Br	roker or De	aler									
Ŝ	ates in Wi	ich Person	Listed Has	Solicited	or Intends	to Solicit	Purchasers	1811 - 1813 - 1814 - 1814 - 1814 - 1814 - 1814 - 1814 - 1814 - 1814 - 1814 - 1814 - 1814 - 1814 - 1814 - 1814				<u> </u>	I (54×4×0
	(Check	"All State	s" or check	ind ividual	States)	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	***********	.,,,,,,,,,,,,,,,,,,,,		*************	.,,	. ∐ Ai	l States
	AL	AK	AZ	AR	CA	CO	CT	DE	DC	FL	GA	H	<u>10</u>
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Ē	Business o	r Residenc	e Address (Number ar	id Street, (City, State,	Zip Code)						
ī	Name of As	sociated P	Iroker or De	aler									
	States in W	hich Deren	n Listed Ha	s Solicited	or Intend	s to Solicit	Purchasers	<u>,</u>		<u>, , , , , , , , , , , , , , , , , , , </u>			<u> </u>
į.			es" or check						4424444444444444444	***********	**********	🗆 A	Il States
	AL	AK	AZ	AR	CA	CO	CT	DE	DC	FL	GA	HI	ID
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	MT	NE	NV	NH	NJ	NM	NY	NC VA	ND WA	OH WV	OK WI	OR WY	PA PR
	RI	SC	[SD]	TN	TX	UT	VT	VA	33 /4	127.7.1	<u> </u>		<u> </u>

د د این	C: OFFERING PRICE NUMBER OF INVESTORS, EXPENSES AND USE OF P	ROC	eeds .) 	
1.	Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if the answer is "none" or "zero." If the transaction is an exchange offering, check this box \square and indicate in the columns below the amounts of the securities offered for exchange and					
	already exchanged.		ggregate ering Price	4		unt Already Sold
	Type of Security		~	•		0
	Debt		0	. \$. \$		0
	Equity) 	0			
	□ Common □ Preferred	ės.	0	r		0
	Convertible Securities (including warrants)	Þ	765,000	_		321,750
	Partnership Interests	<u> </u>		. J		0
	Other (Specify)	5 <u></u>	0	_ 3		
	Total	5	765,000	- 3		321,750
	Answer also in Appendix, Column 3, if filing under ULOE.					
2.	Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."		Number			Aggregate Iar Amount
		1	Investors		of	Purchases
	Accredited Investors		23		<u>\$</u>	321,750
	Non-accredited Investors	percent	0		\$	0
	Total (for filings under Rule 504 only)	*********		•••	S	
	Answer also in Appendix, Column 4, if filing under ULOE.					
3.	The securities and the Data SOA or SOS enter the information requested for all securities	i ;				
			Type of Security		Do	llar Amount Sold
	Type of Offering				S	
	Rule 505			••	\$	
	Regulation A			-	\$	
	Rule 504	·	<u> </u>	***	\$	
	Total			-	Ψ	***************************************
4	a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the insurer The information may be given as subject to future contingencies. If the amount of an expenditure i not known, furnish an estimate and check the box to the left of the estimate.	•				
	Transfer Agent's Fees	•••••	•	X	5	0
	Printing and Engraving Costs			X	\$	0
	Legal Fees	••••		X	\$	0
	Accounting Fees			X	\$	0
	Engineering Fees	•••••		X	\$	0
	Sales Commissions (specify finders' fees separately)	.,,,,,		X	\$	76,500
•	Other Expenses (identify)			X	\$	0
	The state of the s			M	\$	76.500

C. OFFERING PRICE, NU	mber of investors, expenses and usi	Ok PROCERT)\$	145 14 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1		
and total expenses furnished in response to Part C- proceeds to the issuer."	**************************************		4	\$ <u>688</u>	,500	
Indicate below the amount of the adjusted gross peach of the purposes shown. If the amount for check the box to the left of the estimate. The total proceeds to the issuer set forth in response to Pa	any purpose is not known, turnish an estima of the payments listed must equal the adjusted	te ano				
proceeds to the local to the same of		om	ents to icers, tors, & lates	-	nents to hers	
Salaries and fees		\ \$	0	X S	0	
Purchase of real estate			0	X S	0	
Purchase, rental or leasing and installation of n and equipment	nachinery		0	X \$	0	
Construction or leasing of plant buildings and	facilities	X \$	0	X 5	0	
Acquisition of other businesses (including the	value of securities involved in this					
according that may be used in exchange for the a	ssets or securities of another		0	X \$	0	
issuer pursuant to a merger)	***************************************		0	X \$	0	
Repayment of indebtedness			0	X \$	0	
Working capital	eological, leasehold, organizational, drilling and completion costs			X \$. 0	
Other (specify): Geological, lease fold, organiz	according driving	<u> </u>				
		 🔀 \$	0	X \$	0	
Column Totals	***************************************	🔀 \$ <u>6</u>	88,500	X \$	0	
Total Payments Listed (column totals added)			🔀 \$ 0 🔀			
	D. FEDERAL SIGNATURE					
A CONTRACTOR OF THE PROPERTY O			and Asia Barl	I CUE 41	a fallami	
The issuer has duly caused this notice to be signed by ignature constitutes an undertaking by the issuer to the information furnished by the issuer to any non-	. Then ten in the tr.S. Socurities and exchange v	Cantining against of	JUIL 11 4 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	n requesi	of its sta	
ssuer (Print or Type)	Signature	- Date				
AEPI Delta Farms South Prospect Drilling	7	Septen	nber 27, 2	2006		
Name of Signer (Print or Type)	Title of Signer (Print or Type)					
Steve Holmes	Counsel					

- ATTENTION -

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

16. 19		E. STATE SIGNATURE		
1.	Is any party described in 17 CFR 230.262 pr provisions of such rule?	esently subject to any of the disqualification	Yes	No X
	See	Appendix, Column 5, for state response.		
2.	D (17 CFR 239.500) at such times as require			
3.	issuer to offerees.	o furnish to the state administrators, upon written request,		
4.	- Emiliar Affaring Evamption (ELOE) of the S	ssuer is familiar with the conditions that must be satisfied thate in which this notice is filed and understands that the is hing that these conditions have been satisfied.	to be entitled to ssuer claiming th	the Uniform te availability
The iss	uer has read this notification and knows the cont thorized person.	tents to be true and has duly caused this notice to be signed o	n its behalf by th	e un dersigned
Issuer (Print or Type)	Signature Date		
ΔΕΡΙ Γ	Delta Farms South Prospect Drilling	Septen	nber 27, 2006	
	(Print or Type)	Title (Print or Type)		
Chave	Holmos '	Counsel		

Steve Holmes

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or hear typed or printed signatures.

				AP	PENDIX				
1	Intend to non-a investor.	to sell ccredited s in State -Item 1)	Type of security and aggregate offering price offered in state (Part C-Item 1)	Type of investor and amount purchased in State (Part C-Item 2)					ification the ULOE attach ition of granted) Item 1)
State	Yes	No	Partnership Interests	Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No
AL	X		\$765,000	1	\$45,000				X
ΑK									
ŅΖ	1								
AR	Name and the same a				<u></u>		,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,		
CA	Х		\$765,000	3	\$78,750				х
со									
CT									
DE									
DC									
FL	x		\$765,000	5	\$56,250				X
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MI	х		\$765,000	3	\$28,125				X_
MN	ations and the contract				ar armanan an panahanan.				
MS									

APPENDIX 2 3 4 1 Disqualification under State ULOE Type of security (if yes, attach Intend to sell and aggregate Type of investor and explanation of offering price to non-accredited amount purchased in State waiver granted) offered in state investors in State (Part E-Item 1) (Part C-Item 2) (Part C-Item 1) (Part B-Item 1) Number of Number of Non-Accredited Accredited **Partnership** Investors Amount **Investors** Amount Yes No State Yes No Interests MO MT NE NV NH NJ NM NY NC ND QΗ QK. OR PA X \$765,000 1 \$11,250 Χ RI SC SD TN TX \$102,375 X 9 \$765,000 X UT Χ \$11,250 \$765,000 1 Х VT VA W٨ WV WI

	Type of security and aggregate offering price offered in state (Part B-Item 1) Type of security and aggregate offering price offered in state (Part C-Item 1)			5 Disqualification under State ULOE (if yes, attach explanation of waiver granted) (Part E-Item 1)					
State	Yes	No	Partnership Interests	Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No
WY]. 				
PR									